

07-23-2001

TRADEMARKS ONLY

To The
Please redemarks:
by thereof.

TRADEMARKS ONLY

1. Name of Party(ies) conveying an interest

Ticketmaster Online - Citysearch, Inc.

7-201

101784964

ess of Party(ies) receiving an

Entity:

- ☐ Individual(s) ☐ Association
- ☐ General Partnership ☐ Limited Partnership
- ☒ Corporation - Delaware
- ☐ Other

Additional name(s) of conveying party(ies) attached?

☐ Yes ☒ No

3. Interest Conveyed:

- ☐ Assignment ☒ Change of Name
- ☐ Security Agreement ☐ Merger
- ☐ Other

Execution Date: January 23, 2001

Entity:

- ☐ Individual(s) ☐ Association
- ☐ General Partnership ☐ Limited Partnership
- ☒ Corporation - Delaware
- ☐ Other

Citizenship: U.S.A.If not domiciled in the United States
domestic representative designation is
attached:
☐ Yes ☐ No
(Designations must be a separate document
Assignment)

Additional name(s) and address(es) attached?

☐ Yes ☒ No

4. Application number(s) or registration number(s). Additional numbers attached?

See schedule A

☒ Yes ☐ No

B. Trademark Registration No(s).

See Schedule B

5. Name and address of party to whom correspondence concerning document should be mailed:

Pattishall, McAuliffe, Newbury,
Hilliard & Geraldson
320 Watergate Six Hundred
Washington, D.C. 20037

6. Total number of applications and registrations involved:

33

7. Total fee (37 CFR 3.41)

\$ 840

- ☒ Enclosed
- ☐ Authorized to be charged to deposit account

8. Deposit account number:

16-0650

(Attach duplicate copy of this page if paying
by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Colette A. Durst-Barkey
Name of Person Signing

Signature

June 29, 2001
Date

Total number of pages comprising cover sheet:

1

TRADEMARK
REEL: 002333 FRAME: 0029

Schedule A

Marks

Serial Numbers

IF YOU WANNA GO, YOU GOTTA GET ONLINE	76/209,101
IF YOU WANNA GO, YOU GOTTA GET ONLINE	76/209,100
PRINT MY OWN	76/188,268
DEAL OF THE WEEK TICKETMASTER.COM	76/188,267
PRINT MY OWN	76/188,258
CITYSEARCH TOGO	76/142,845
CITYSEARCH TOGO	76/142,844
MATCHOUT	76/142,842
CITYSEARCH TOGO	76/142,841
TICKET WIRE	76/120,858
TICKET WIRE	76/120,857
LOCAL INTELLIGENCE	76/028,949
LIVE DAILY	76/042,382
LIVE DAILY	76/042,381
EXPRESS ORDERING	76/033,667
LOCAL INTELLIGENCE	76/029,644
LOCAL INTELLIGENCE	76/029,643
TICKET ALERT	75/859,925
GO ON. GO OUT.	75/859,966
GO ON. GO OUT.	75/859,965

GO ON. GO OUT.	75/859,964
ALTMATCH	75/859,928
ALTERNATIVE MATCH	75/859,927
TICKET ALERT	75/859,926
GET ON. GET OUT.	75/859,855
GET ON. GET OUT.	75/859,854
GET ON. GET OUT.	75/859,853
HOW TO GET TO THE GOOD STUFF	75/574,992
HOW TO GET TO THE GOOD STUFF	75/574,991
SIDEWALK	75/432,060

Schedule B

Marks

Registration Numbers

GET ON. GO OUT.	2454857
GET ON. GO OUT.	2446002
GET ON. GO OUT.	2387958

**CERTIFICATE OF AMENDMENT
TO THE
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
TICKETMASTER ONLINE-CITYSEARCH, INC.
A DELAWARE CORPORATION**

Ticketmaster Online-Citysearch, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), does hereby certify as follows:

FIRST: That, in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware, the Board of Directors of the Corporation duly adopted resolutions setting forth an amendment to the Amended and Restated Certificate of Incorporation of the Corporation (this "Amendment") and deeming this Amendment advisable.

SECOND: That this Amendment was approved by written consent of the stockholders pursuant to Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That written notice of this Amendment was duly given in accordance with Section 228 of the General Corporation Law of the State of Delaware to stockholders of the Corporation who did not consent to this Amendment.

FOURTH: That the Amended and Restated Certificate of Incorporation of the Corporation is hereby amended as follows:

- (A) Article I of the Amended and Restated Certificate of Incorporation of the Corporation is hereby amended and restated in its entirety to read as follows:

I.

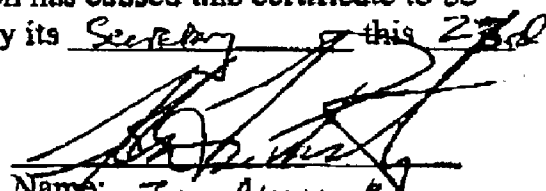
The name of the Corporation is Ticketmaster.

- (B) The first paragraph of Article IV of the Amended and Restated Certificate of Incorporation of the Corporation is hereby amended and restated in its entirety to read as follows:


The Corporation is authorized to issue four classes of stock to be designated "Class A Common Stock," "Class B Common Stock," "Class

C Common Stock" (the Class A Common Stock, Class B Common Stock and Class C Common Stock are sometimes referred to collectively hereinafter as the "Common Stock") and "Preferred Stock," all of which shall have a par value of \$0.01 per share. The total number of shares which the Corporation is authorized to issue is four hundred four million eight hundred and eighty-three thousand and five hundred six (404,883,506). One hundred fifty million (150,000,000) shares shall be Class A Common Stock, two hundred fifty million (250,000,000) shall be Class B Common Stock, two million eight hundred and eighty-three thousand and five hundred six (2,883,506) shall be Class C Common Stock and two million (2,000,000) shares shall be Preferred Stock.

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed by its President and attested to by its Secretary on this 23rd day of January, 2001.


Name: J. A. Pleasant
Title: CEO & President

Attest:


Name: Brad K. Lewis
Title: Secretary